

21st November, 2023

<p>The Manager Listing Department <b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, 5<sup>th</sup> Floor Plot No. C/1, Bandra - Kurla Complex, Bandra (E) Mumbai - 400051 Tel. No.: 022-26598100`14 Fax No.: 022-26598273-38 <b>Scrip Code: LIBERTSHOE</b> <b>ISIN No. : INE 557B01019</b></p>	<p>The Manager Listing Department <b>Bombay Stock Exchange Ltd.</b> Phiroza Jeejeebhoy Towers, Dalal Street Mumbai – 400001 Tel: 022 – 22722375, 2066 Fax : 022 – 22722037, 39, 41,61 <b>Scrip Code: 526596</b> <b>ISIN No. : INE 557B01019</b></p>
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**Sub: Disclosure under Regulation 30 of SEBI LODR Regulations, 2015, as amended –in furtherance of proceedings of 37<sup>th</sup> Annual General Meeting filed by Company on 30<sup>th</sup> September, 2023 in compliance with SEBI Listing regulations**

Dear Sir/Madam,

This is in furtherance to earlier communique on 30<sup>th</sup> September, 2023 wherein the Company filed proceedings and combined voting results of 37<sup>th</sup> AGM held on 30<sup>th</sup> September, 2023 through OAVM.

As informed earlier that Sh. Adesh Kumar Gupta, along with other petitioners/ shareholders jointly hold 9,96,132 Equity Shares (constitute 5.83%) of the Company, filed a petition titled “Adesh Gupta & others Vs. Liberty Shoes Limited and others” with Hon’ble National Company Law Tribunal (NCLT), Chandigarh under Section 241, 242 and 244 read with 213 of the Companies Act, 2013 against the Company and other respondents.

Please note that the Hon’ble Tribunal vide its Ex-parte order dated 27.09.2023 had directed to the Company that AGM shall be convened as per the provisions of Law and also as fixed by Company but the decisions taken in the said AGM shall not be acted upon till the next date of hearing and fixed the next date of hearing on 6<sup>th</sup> October, 2023.

Please further note that the resolutions (no. 1 to 7) as mentioned in the notice of 37<sup>th</sup> AGM have been passed by overwhelming majority of shareholders. It is pertinent to mention here that by virtue of above Order of Hon’ble Tribunal, the Company did not act upon the decisions of the 37<sup>th</sup> AGM and could file only Proceedings of the 37<sup>th</sup> AGM and voting results along with scrutinizer Report in compliance of SEBI (LODR) Regulations, 2015.

**Liberty Shoes Limited**

**Corporate Office:**

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Email : corporate@libertyshoes.com

**Registered Office:**

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P.O. Box Bastara, Distt. Karnal, Haryana, India -132 114  
Tel.: +91-1748-251101, 251103 Fax : +91-1748-251100,  
Email : corporate@libertyshoes.com CIN No. L19201HR1986PLC033185



After hearing above matter, the Hon'ble Tribunal, vide its Order dated 20<sup>th</sup> November, 2023 dismissed the application filed by Petitioners under Section 244 of the Companies Act, 2013 for seeking waiver of the conditions since not maintainable.

In compliance with regulation 30 of SEBI LODR Regulations, 2015 and in view of above, now the Company is filing below disclosures:

- (a) Appointment of Sh. Piyush Dixit (DIN: 03514223), as an Independent Director of the Company for his first term of 3 years w.e.f. 11th August 2023 as approved by Shareholders in 37<sup>th</sup> Annual General Meeting.
- (b) Appointment of Sh. Anand Das Mundhra (DIN: 00167418), as an Independent Director of the Company for his first term of 3 years w.e.f. 11th August 2023 as approved by Shareholders in 37<sup>th</sup> Annual General Meeting.
- (c) Removal of Sh. Adesh Kumar Gupta as Director/ Executive Director of the Company with effect from the date of 37<sup>th</sup> AGM i.e. 30<sup>th</sup> September, 2023.

Further, this is to confirm that the above Independent Directors, are not debarred from holding the office of Independent Director pursuant to any SEBI order or any such authority. None of the Directors of the Company is inter-se related to Sh. Piyush Dixit and Sh. Anand Das Mundhra.

The required disclosures are annexed herewith as Annexure -1.

**Please also note that even after removal of above Director/ Executive Director, the present composition of Board of Directors of the Company is in compliance with SEBI LODR Regulations, 2015.**

Kindly take the above information on records in compliance with the Regulation 30 of SEBI LODR Regulations, 2015, as amended and acknowledge the receipt of the same.

Thanking you  
Sincerely yours  
**For Liberty Shoes Ltd.**



**CS Munish Kakra**  
**CFO & Company Secretary**  
Encl: a/a

**Disclosure of information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular dated 9th September, 2015 and Schedule-III, (A), (7B) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Sr. No.	Particulars	Details
1	Name of Director	Sh. Piyush Dixit (DIN: 03514223)
2	Reason for Change Viz. Appointment, resignation, removal, death or otherwise	Appointment as Independent Director
3	Date of Appointment /Cessation (as applicable Term of Appointment)	For a first term of 3 years w.e.f. 11th August, 2023
4	Brief profile (in case of appointment)	<ul style="list-style-type: none"> <li>• Founder &amp; CEO of Unicel Corporation Pvt. Ltd.</li> <li>• Date of Birth 03.12.1972</li> <li>• Bachelor of Engineering</li> <li>• He is having a total experience of 29 years of Industry experience sprawling in to Core manufacturing, Automobiles, Consumer Durables and Telecom sectors</li> <li>• Being a successful entrepreneur, he is having vast experience, knowledge and administrative and managerial skills.</li> </ul>
5	Disclosure of Relationships between Directors (in case of appointment of a Director)	He is not having inter se relation with other Directors/KMPs of the Company.
6	Information required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24, dated June 20, 2018 (in case of appointment)	He is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.
7	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any:	<p><b>List of Directorship:</b></p> <p>Name of listed Company: Liberty Shoes Ltd.</p> <p>Category: Independent Director</p> <p>Date of appointment: 11<sup>th</sup> August, 2023</p> <p><b>List of Committee Membership: None</b></p>



Sr. No.	Particulars	Details
1	Name of Director	Sh. Anand Das Mundhra (DIN: 00167418)
2	Reason for Change Viz. Appointment, resignation, removal, death or otherwise	Appointment as Independent Director
3	Date of Appointment /Cessation (as applicable Term of Appointment)	For a first term of 3 years w.e.f. 11th August, 2023
4	Brief profile (in case of appointment)	<ul style="list-style-type: none"> <li>• He is commerce Graduate.</li> <li>• Date of Birth: 14<sup>th</sup> July, 1966</li> <li>• Currently in the business of capital Equipment's like Transformers, HT breakers , Cables , DG sets etc. used for external electrification</li> <li>• He is associated with Shree Nursingsahay Mudungopal Engineers Pvt Ltd, New Delhi. This company was established in 1949 and is part of a 140 year old Group.</li> <li>• Being a successful entrepreneur, he is having vast experience, knowledge and administrative and managerial skills.</li> </ul>
5	Disclosure of Relationships between Directors (in case of appointment of a Director)	He is not having inter se relation with other Directors/KMPs of the Company.
6	Information required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24, dated June 20, 2018 (in case of appointment)	He is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.
7	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any:	<p><b>List of Directorship:</b></p> <p>Name of listed Company: Liberty Shoes Ltd.</p> <p>Category: Independent Director</p> <p>Date of appointment: 11<sup>th</sup> August, 2023</p> <p><b>List of Committee Membership: None</b></p>



As per SEBI Circular no. CIR/CFD/CM D/4/2015 dated September 9, 2015

Name of Director	Sh. Adesh Kumar Gupta
Type of Change	Removal as Director/ Executive Director
Reason for Change viz. appointment, resignation, removal, death or otherwise	Removal as Director/ Executive Director pursuant to the Special Notice received from Shareholder under Section 169 of the Companies Act, 2013
Date of cessation	w.e.f. 30 <sup>th</sup> September, 2023
Brief Profile (in case of appointment)	NA
Inter-se relationship between directors (in case of appointment)	NA

